

**Articles of Incorporation
Of
duPont Manual Boys Golf Booster Club, Inc.**

The undersigned incorporator signs these Articles of Incorporation for the purpose of forming a nonprofit corporation under Chapter 273 of the Kentucky Revised Statutes

Article I

The name of the Corporation is duPont Manual Boys Golf Booster Club, Inc. (the "Corporation").

Article II

(a) The Corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In carrying out its corporate purposes, the Corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes.

(b) In furtherance of the general purposes in Article II (a) above, the particular purposes of the Corporation are as follows:

- (1) To assist duPont Manual High School and the Jefferson County Public Schools in providing a safe, competitive boys golf program for duPont Manual High School;
- (2) To provide assistance to duPont Manual High School with equipment, training transportation and such other volunteer and financial support to the Boys Golf team as may be required from time to time;
- (3) To accept by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation to be held, administered, and disposed of exclusively for charitable, religious, education, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and in accordance with the provisions of these Articles of Incorporation; but not gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposed other than a "charitable purpose" which would jeopardize the status of the Corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code;
- (4) To manage and administer the investment and disbursement of funds which are given to the Corporation in conformity with guidelines established in grant or trust documents and all guidelines established by the Corporation and consistent with the Corporation's charitable purposes and all applicable laws and regulations; such management and/or administration may include establishment of sub-funds required by separate gift restrictions, donor request, Corporation procedures, gift description, or otherwise, and hiring, where appropriate, duly qualified investment managers for any, or all, of such funds, as independent contractors, The funds so managed will generally be non-permanent or pass-through funds or funds intended to constitute a future endowment but which are to be managed as pass-through funds until such time as an endowment fund is created.

(c) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III

The Corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would:

- (a) Prevent it from obtaining or maintain exemption from federal income taxation as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1982, as amended (the "Code");
- (b) Cause it to lose its exempt status under Section 51(c)(3) of the Code;
- (c) Cause it to be operated for the primary purpose of carrying on a trade or business for profit;
- (d) Result in a substantial part of its activities consisting of carrying on propaganda or otherwise attempting to influence legislation;
- (e) Involve participating, or intervening in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office;
- (f) Violate applicable federal, state or local laws;
- (g) Result in any prohibited transactions described in Section 503 of the Code;
- (h) Cause it to accumulate income, invest income or diver income, in a manner that would endanger its exempt status by virtue of Section 504 of the Code;
- (i) Accumulate income so as to be subject to corporate tax under Section 4942 of the Code; or
- (j) Result in any act of self-dealing, retaining any excess business holdings, making any investment that would subject it under Section 4944 of the Code, or making any taxable expenditure.

Article IV

The duration of the Corporation should be perpetual. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to Kentucky government, or to the city of Louisville, KY government, for a public purpose. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction in Jefferson County, Kentucky exclusively for such purposes or to such organization or organizations as the Court shall determine which are organized and operated exclusively for such purposes.

Article V

The address of the initial registered office and the name of the initial registered agent of the Corporation is William D. Davis, 10444 Bluegrass Parkway, Louisville, KY 40299.

The principal office of the Corporation will be located at 10444 Bluegrass Parkway, Louisville, KY 40299.

Article VI

The name and address of the incorporator is William D. Davis, 10444 Bluegrass Parkway, Louisville, KY 40299

Article VII

The number of Directors constituting the initial Board of Directors shall be three (3). The names and addresses of the persons serving as the initial Directors are Tanya Marquardt, Beth Keyes and William D. Davis each having a mailing address c/o duPont Manual Boys Golf Booster Club, 10444 Bluegrass Parkway, Louisville, KY 40299.

Article VIII

The affairs and business of the Corporation shall be conducted by a Board of Directors of not fewer than three (3) or more than ten (10), as determined pursuant to the Bylaws.

Article IX

No director shall be personally liable to the Corporation for monetary damages for breach of duties as a director, provided that this Article shall not eliminate or limit liability of a director for: (a) any transaction in which the director's personal financial interest is in conflict with the financial interests of the Corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or (c) for any transaction from which the director derived an improper personal benefit.

Article X

The Corporation shall have no members.

IN WITNESS WHEREOF, the incorporator subscribes his name and acknowledges this to be his act and deed this 11th day of NOVEMBER, 2014.



William D. Davis, Incorporator
duPont Manual Boys Golf Booster Club, Inc.